

**TRANSCRIPT OF THE EXTRAORDINARY GENERAL MEETING OF THE MEMBERS OF EDELWEISS GALLAGHER INSURANCE BROKERS LIMITED (FORMERLY EDELWEISS INSURANCE BROKERS LIMITED) HELD ON MONDAY, OCTOBER 18, 2021 AT 5:00 P.M. (IST) THROUGH VIDEO CONFERENCING/OTHER AUDIO VISUAL MEANS**

**Ms. Neha Sengupta:** Good evening Ladies and Gentlemen. On behalf of the Company, my colleagues and on behalf of the Board of Directors, I welcome you to the Extraordinary General Meeting (EGM) of the Company.

We are all attending this meeting from our respective residence. I now request Mr. Vinay Sohani, to Chair and conduct the meeting.

**Mr. Vinay Sohani:** I thank all the shareholders for joining us for this meeting this evening and I hope all of you and your families are safe and in good health. We have with us present today, the members of the board. As the requisite quorum for the meeting is present, I declare the meeting to be duly convened. With the permission of the members, I take the notice and agenda of the EGM as read.

Now, I propose to take up the Business of this meeting in accordance with the EGM notice.

The Notice and Agenda of the EGM was screened at this point.

Sr. No.	Resolution Description	Resolution Type
1	<p>Appointment of Mr. Varun Bajpai as Director of the Company liable to retire by rotation in terms of Section 161 of the Companies Act, 2013</p> <p>Mr. Dipakkumar Shah: I propose item no. 1 to be passed as an Ordinary Resolution.</p> <p>Ms. Pooja Doshi: I second the same.</p> <p>Mr. Vinay Sohani: I put the resolution to vote on a show of hands. I declare the resolution to be carried on unanimously.</p>	Ordinary
2	<p>Appointment of Mr. Matthew Pike as Director of the Company liable to retire by rotation in terms of Section 161 of the Companies Act, 2013</p> <p>Mr. Dipakkumar Shah: I propose item no. 2 to be passed as an Ordinary Resolution.</p> <p>Ms. Pooja Doshi: I second the same.</p> <p>Mr. Vinay Sohani: I put the resolution to vote on a show of hands. I declare the resolution to be carried on unanimously.</p>	Ordinary
3	<p>Appointment of Mr. Simon Matson as Director of the Company liable to retire by rotation in terms of Section 161 of the Companies Act, 2013</p>	Ordinary

	<p>Mr. Dipakkumar Shah: I propose item no. 3 to be passed as an Ordinary Resolution.</p> <p>Ms. Pooja Doshi: I second the same.</p> <p>Mr. Vinay Sohani: I put the resolution to vote on a show of hands. I declare the resolution to be carried on unanimously.</p>	
4	<p>Appointment of Mr. Sanjay Jhanwar as Director of the Company liable to retire by rotation in terms of Section 161 of the Companies Act, 2013</p> <p>Mr. Dipakkumar Shah: I propose item no. 4 to be passed as an Ordinary Resolution.</p> <p>Ms. Pooja Doshi: I second the same.</p> <p>Mr. Vinay Sohani: I put the resolution to vote on a show of hands. I declare the resolution to be carried on unanimously.</p>	Ordinary
5	<p>Appointment of Mr. Sanjay Jhanwar as an Executive Director of the Company pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and all other applicable provisions, if any, of the Companies Act, 2013</p> <p>Mr. Dipakkumar Shah: I propose item no. 5 to be passed as a Special Resolution.</p> <p>Ms. Pooja Doshi: I second the same.</p> <p>Mr. Vinay Sohani: In case any clarifications are required on this item of business, members may please raise their hand. I put the resolution to vote on a show of hands. I declare the resolution to be carried on unanimously.</p>	Special
6	<p>Alteration of Articles of Association of the Company pursuant to the provisions of Section 14 and all other applicable provisions, if any, of the Companies Act, 2013</p> <p>Mr. B. Renganathan: I propose item no. 6 to be passed as a Special Resolution.</p> <p>Mr. Vinit Agrawal: I second the same.</p> <p>Mr. Vinay Sohani: In case any clarifications are required on this item of business, members may please raise their hand. I put the resolution to vote on a show of hands. I declare the resolution to be carried on unanimously.</p>	Special

**Mr. Vinay Sohani:** That concludes the formal part of our meeting. I now thank all of you for your support and hope you will stay safe and observe all the protocols advised in public interest by the Government.

**Ms. Neha Sengupta:** Thank you everyone for your valuable time for the meeting. Since there are no others items to transact, we hereby conclude the meeting.

Disclaimer: A few minor edits in the transcript have been made for the purpose of clarity and better reading.